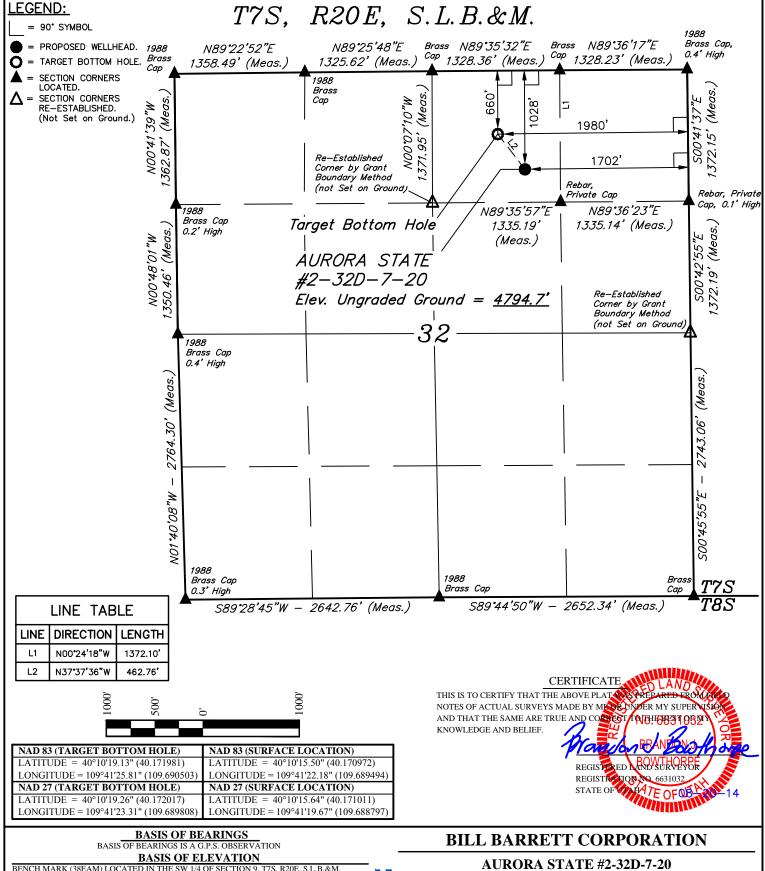
FORM 3

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES

AMENDED REPORT

						FOIL, GAS AND M		,		AWENDE	DREPORT				
		1. WELL NAME and NUMBER AURORA STATE 2-32D-7-20													
2. TYPE O	F WORK		3. FIELD OR WILDCAT THREE RIVERS												
4. TYPE O	F WELL		5. UNIT or COMMUNITIZATION AGREEMENT NAME												
6. NAME C	F OPERATOR	1	7. OPERATOR PHONE 303 312-8134												
8. ADDRES	SS OF OPERAT		9. OPERATOR E-MAIL tfallang@billbarrettcorp.com												
1099 18th Street Ste 2300, Denver, CO, 80202 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)								12. SURFACE OWNERSHIP							
·		ML 49956		FEDERAL INDIAN STATE FEE											
		OWNER (if box 1	BILL BARF	14. SURFACE OWNER PHONE (if box 12 = 'fee') 3032939100											
15. ADDRI	ESS OF SURF	16. SURFACE OWNER E-MAIL (if box 12 = 'fee')													
17. INDIAN ALLOTTEE OR TRIBE NAME 18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS									19. SLANT						
(if box 12 = 'INDIAN') YES (Submit Commingling Application) NO									VERTICAL DIRECTIONAL HORIZONTAL						
20. LOCATION OF WELL				FO	OTAGES	QTR-QTR	TR-QTR SECTION		TOWNSHIP	RANGE		MERIDIAN			
LOCATION AT SURFACE				1028 FNL 1702 FEL		NWNE	32		7.0 S	20.0 E		S			
Top of Uppermost Producing Zone				660 FNL 1980 FEL		NWNE	32		7.0 S	20.0 E		S			
At Total Depth				660 FNI	L 1980 FEL	NWNE		32 7.0		20.0 E		S			
21. COUNTY UINTAH 22. DISTANCE TO NEAREST LEASE LINE (Feet) 660									23. NUMBER OF ACRES IN DRILLING UNIT 640						
					25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1211				26. PROPOSED DEPTH MD: 7947 TVD: 7918						
27. ELEVA	ATION - GROU				28. BOND NUMBER				29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE						
		4795			Hole Casing	LPM4138148 Hole, Casing, and Cement Information				49-16	45				
String	Hole Size	Casing Size	Length	Weigh	_	Max Mud Wt.	I	Cement			Sacks	Yield	Weight		
COND	26	16	0 - 80	65.0	Unknown	8.7		No Used			0	0.0	0.0		
SURF	12.25	8.625	0 - 1200	24.0	J-55 ST&C	8.7		Halliburton Light , Type Unknown			170	3.16	11.0		
							Ha	Halliburton Premium , Type Unknown			270	1.36	14.8		
PROD	7.875	5.5	0 - 7947	17.0	I-80 LT&C	9.5	-	Unknown Unknown			480 560	1.42	11.0		
							<u> </u>	OTIKITOWIT			300	1.42	13.3		
	ATTACHMENTS														
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES															
WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER							COMPLETE DRILLING PLAN								
AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)							FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER								
DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED) TOPOGRAPHICAL MAP															
NAME Brady Riley TITLE Permit Analyst							PHONE 303 312-8115								
SIGNATU	RE				DATE 09/08/2014 EMAIL b			riley@billbarrettcorp.com							
	BER ASSIGNEI)4754729			APPROVAL	APPROVAL										
						Permit Manager									



BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, 17/5, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.



UELS, LLC Corporate Office * 85 South 200 East Vernal, UT 84078 * (435) 789-1017 AURORA STATE #2-32D-7-20 NW 1/4 NE 1/4, SECTION 32, T7S, R20E, S.L.B.&M. UINTAH COUNTY, UTAH

SURVEY DATE: 07-14-14
DATE DRAWN: 07-23-14
REVISED: 00-00-00
]

WELL LOCATION PLAT